

DECLARATION FOR NON-PROVISIONAL PATENT APPLICATION

As a below named inventor, I hereby declare that:

My residence, post office address and citizenship are as stated below at 201 et seq. beneath my name.

I believe I am the original, first and sole inventor if only one name is listed at 201 below, or an original, first and joint inventor if plural names are listed at 201 et seq. below, of the subject matter which is claimed and for which a patent is sought on the invention entitled in:

**INSULIN PRODUCING CELLS DERIVED FROM
HUMAN EMBRYONIC STEM CELLS**

and for which a patent application:

is attached hereto and includes amendment(s) filed on _____ *(if applicable)*
 was filed in the United States on as Application No. _____ *(declaration not accompanying application)* with amendment(s) filed on _____ *(if applicable)*
 was filed as PCT international Application No. _____ on _____ and was amended under PCT Article 19 on _____ *(if applicable)*

I hereby state that I have reviewed and understand the contents of the above identified application, including the claims, as amended by any amendment referred to above.

I acknowledge the duty to disclose information known to me to be material to patentability as defined in Title 37, Code of Federal Regulations, § 1.56.

I hereby claim foreign priority benefits under Title 35, United States Code, § 119(a)-(d) of any foreign application(s) for patent or inventor's certificate listed below and have also identified below any foreign application for patent or inventor's certificate having a filing date before that of the application on which priority is claimed:

EARLIEST FOREIGN APPLICATION(S), IF ANY, FILED PRIOR TO THE FILING DATE OF THE APPLICATION			
APPLICATION NUMBER	COUNTRY	DATE OF FILING (day, month, year)	PRIORITY CLAIMED
143155	Israel	May 15, 2001	<input checked="" type="checkbox"/> YES <input type="checkbox"/> NO
			<input type="checkbox"/> YES <input type="checkbox"/> NO

I hereby claim the benefit under Title 35, United States Code, § 119(e) of any United States provisional application(s) listed below.

PROVISIONAL APPLICATION NUMBER	FILING DATE
60/328,798	October 15, 2001

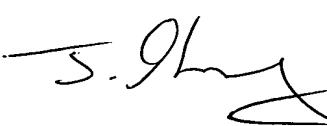
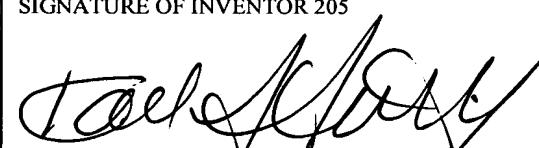
I hereby claim the benefit under Title 35, United States Code, § 120 of any United States application(s) listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States application in the manner provided by the first paragraph of Title 35, United States Code § 112, I acknowledge the duty to disclose information known to me which is material to patentability as defined in Title 37, Code of Federal Regulations, § 1.56 which became available between the filing date of the prior application and the national or PCT international filing date of this application:

NON-PROVISIONAL APPLICATION NO.	FILING DATE	STATUS		
		PATENTED	PENDING	ABANDONED

* for use only when the application is assigned to a company, partnership or other organization.

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issuing thereon.

2	FULL NAME OF INVENTOR	LAST NAME ASSADY	FIRST NAME Suheir	MIDDLE NAME	
0	RESIDENCE & CITIZENSHIP	CITY Nazareth	STATE OR FOREIGN COUNTRY Israel	COUNTRY OF CITIZENSHIP Israel	
1	POST OFFICE ADDRESS	STREET 5070/115, P.O. Box 1589	CITY Nazareth	STATE OR COUNTRY Israel	ZIP CODE 16100
		SIGNATURE OF INVENTOR 201		DATE <i>Suheir Assady</i> 23.12.03	
2	FULL NAME OF INVENTOR	LAST NAME MAOR	FIRST NAME Gila	MIDDLE NAME	
0	RESIDENCE & CITIZENSHIP	CITY Kiriat Motzkin	STATE OR FOREIGN COUNTRY Israel	COUNTRY OF CITIZENSHIP Israel	
2	POST OFFICE ADDRESS	STREET 24 Harav Kook Street	CITY Kiriat Motzkin	STATE OR COUNTRY Israel	ZIP CODE 26360
		SIGNATURE OF INVENTOR 202		DATE <i>Gila Maor</i> 18.12.2003	
2	FULL NAME OF INVENTOR	LAST NAME AMIT	FIRST NAME Michal	MIDDLE NAME	
0	RESIDENCE & CITIZENSHIP	CITY Misgav	STATE OR FOREIGN COUNTRY Israel	COUNTRY OF CITIZENSHIP Israel	
3	POST OFFICE ADDRESS	STREET Yuvalim 261	CITY Misgav	STATE OR COUNTRY Israel	ZIP CODE 20142
		SIGNATURE OF INVENTOR 203		DATE <i>Michal Amit</i> 12/18/03	

2	FULL NAME OF INVENTOR	LAST NAME ITSKOVITZ-ELDOR	FIRST NAME Joseph	MIDDLE NAME	
0	RESIDENCE & CITIZENSHIP	CITY Haifa	STATE OR FOREIGN COUNTRY Israel	COUNTRY OF CITIZENSHIP Israel	
4	POST OFFICE ADDRESS	STREET P.O. Box 9602	CITY Haifa	STATE OR COUNTRY Israel	ZIP CODE 31096
	SIGNATURE OF INVENTOR 204 			DATE <i>Dec 21, 2003</i>	
2	FULL NAME OF INVENTOR	LAST NAME SKORECKI	FIRST NAME Karl	MIDDLE NAME L.	
0	RESIDENCE & CITIZENSHIP	CITY Kiryat Shmuel	STATE OR FOREIGN COUNTRY Israel	COUNTRY OF CITIZENSHIP Israel	
5	POST OFFICE ADDRESS	STREET 9/3 Mohliver Street	CITY Kiryat Shmuel	STATE OR COUNTRY Israel	ZIP CODE 26383
	SIGNATURE OF INVENTOR 205 			DATE <i>Dec 16, 2003</i>	
2	FULL NAME OF INVENTOR	LAST NAME TZUKERMAN	FIRST NAME Maty	MIDDLE NAME	
0	RESIDENCE & CITIZENSHIP	CITY Hagetaot	STATE OR FOREIGN COUNTRY Israel	COUNTRY OF CITIZENSHIP Israel	
6	POST OFFICE ADDRESS	STREET Kibbutz Lohamai	CITY Hagetaot	STATE OR COUNTRY Israel	ZIP CODE 25220
	SIGNATURE OF INVENTOR 206 			DATE <i>Dec. 16. 2003</i>	



IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re Application of: Suheir ASSADY et al.

Confirmation No.

(US National Stage of International Application
No.: PCT/IL02/00369)

Group Art Unit:

Filing Date:

Examiner:

For: INSULIN PRODUCING CELLS DERIVED
FROM HUMAN EMBRYONIC STEM CELLS

Attorney Docket No.: 85189-5400

VERIFIED STATEMENT (DECLARATION) CLAIMING SMALL ENTITY STATUS
[37 CFR 1.27(a)(2) - Small Business Concern]

Commissioner for Patents
P.O. Box 1450
Alexandria, Virginia 22313-1450

Sir:

I hereby declare that I am

- the owner of the small business concern identified below:
- an official of the small business concern empowered to act in behalf of the concern identified below:

**RAPPPORT FAMILY INSTITUTE FOR RESEARCH
IN THE MEDICAL SCIENCES
P.O. Box 9697,
Haifa 31096, Israel**

I hereby declare that the above identified small business concern qualifies as a small business concern as defined in 37 CFR 1.27(a)(2), for purposes of paying reduced fees under section 41(a) and (b) of Title 35, United States Code, in that the number of employees of the concern, including those of its affiliates, does not exceed 500 persons. For purposes of this statement, (1) the number of employees of the business concern is the average over the previous fiscal year of the concern of the person employed on a full-time, part-time or temporary basis during each of the pay periods of the fiscal year, and (2) concerns are affiliates of each other when either, directly or indirectly, one concern controls or has the power to control the other, or a third party or parties controls or has the power to control both.

I hereby declare that rights under contract or law have been conveyed to and remain with the small business concern and/or there is an obligation under contract or law by the inventor(s) to convey rights to the small business concern with regard to the invention entitled :
INSULIN PRODUCING CELLS DERIVED FROM HUMAN EMBRYONIC STEM CELLS by
Suheir ASSADY, Gila MAOR, Michal AMIT, Joseph ITSKOVITZ-ELDOR, Karl L.
SKORECKI, and Maty TZUKERMAN as described above.

If the rights held by the above identified small business concern are not exclusive, each individual, concern or organization having rights to the invention is listed below* and no rights to the invention are held by any person, other than the inventor, who could not qualify as an independent inventor under 37 CFR 1.27(a)(1) if that person made the invention, or by any concern which would not qualify as a small business concern under 37 CFR 1.27(a)(2), or a nonprofit organization under 37 CFR 1.27(a)(3).

FULL NAME: _____
ADDRESS: _____

INDIVIDUAL SMALL BUSINESS CONCERN NONPROFIT ORGANIZATION

I acknowledge the duty to file, in this application or patent, notification of any change in status resulting in loss of entitlement to small entity status prior to paying, or at the time of paying, the earliest of the issue fee or any maintenance fee due after the date on which status as a small entity is no longer appropriate. [37 CFR 1.27 (g)]

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the application, and patent issuing thereon, or any patent to which this verified statement is directed.

Send correspondence to: Allan A. Fanucci
WINSTON & STRAWN
200 Park Avenue
New York, NY 10166-491

Direct Telephone calls to:
WINSTON & STRAWN
212-294-3311

Name of Person Signing: DAVID PROMOF

Title other than Owner: DEPUTY DIRECTOR

Address of Signer: **RAPPORI FAMILY INSTITUTE FOR RESEARCH
IN THE MEDICAL SCIENCES**
P.O. Box 9697,
Haifa 31096, Israel



Signature: _____ Date: 14, December, 2003

*NOTE: Separate verified statements are required from each named person, concern, or organization having rights to the invention averring to their status as small entities.



IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re Application of: Suheir ASSADY et al.

Confirmation No.

Application No.:

Group Art Unit:

Filing Date:

Examiner:

For: INSULIN PRODUCING CELLS DERIVED
FROM HUMAN EMBRYONIC STEM CELLS

Attorney Docket No.: 85189-5400

POWER OF ATTORNEY BY ASSIGNEE
AND EXCLUSION OF INVENTOR(S) UNDER 37 C.F.R. 3.71

Commissioner for Patents
P.O. Box 1450
Alexandria, Virginia 22313-1450

Sir:

The undersigned assignee of the entire interest in the above-identified subject application hereby appoints Allan A. Fanucci (Reg. No. 30,256) and Daniel J. Hulseberg (Reg. No. 36,554) of WINSTON & STRAWN LLP (Customer No. 28765) to prosecute this application and to transact all business in the United States Patent and Trademark Office connected therewith.

Please direct all correspondence for this application to Customer No. 28765 to the attention of Allan A. Fanucci (telephone 212-294-3311, facsimile 212-294-4700).

An assignment of the entire interest in the above-identified subject application:

is submitted herewith for recording and a copy is attached.
 was submitted for recordation on _____ and a copy is attached.
 was recorded on _____ at Reel _____, Frame _____.

The undersigned has reviewed this assignment and, to the best of his/her knowledge, title is in the assignee seeking to take action in this application and that he/she is empowered to act on its behalf.

ASSIGNEE:

RAPPORI FAMILY INSTITUTE FOR RESEARCH

IN THE MEDICAL SCIENCES



Signature:

Date of Signature:

14 December 2003

Typed Name:

DAVID PROMOF

Position/Title:

DEPUTY DIRECTOR

Address:

P.O. Box 9697, Haifa 31096, Israel

ASSIGNMENT

WHEREAS, each of,

Suheir ASSADY, a citizen of Israel, residing at
5070/115, P.O. Box 1589, Nazareth 16100, Israel;

Gila MAOR, a citizen of Israel, residing at,
24 Harav Kook Street, Kiriat Motzkin 26360, Israel;

Michal AMIT, a citizen of Israel, residing at,
Yuvalim 261, Misgav 20142, Israel;

Joseph ITSKOVITZ-ELDOR, a citizen of Israel, residing at,
P.O. Box 9602, Haifa 31096, Israel;

Karl L. SKORECKI, a citizen of Israel, residing at,
9/2 Mohliver Street, Kiryat Shmuel 26383, Israel; and

Maty TZUKERMAN, a citizen of Israel, residing at,
Kibbutz Lohamai Hagetaot 25220, Israel.

ASSIGNOR, is an inventor of the invention in **INSULIN PRODUCING CELLS DERIVED FROM HUMAN EMBRYONIC STEM CELLS**, for which a United States patent application is identified by Winston & Strawn Docket No. **85189-5400** and

is being filed concurrently with the recordation of this Assignment.
 was filed on _____ as Application No. _____

WHEREAS RAPPORI FAMILY INSTITUTE FOR RESEARCH IN THE MEDICAL SCIENCES, an Israeli corporate body having a place of business at P.O. Box 9697, Haifa 31096 Israel, ASSIGNEE is desirous of obtaining our entire right, title and interest in, to and under the said invention and the said application:

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) to each inventor in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, each ASSIGNOR has sold, assigned, transferred and set over, and by these presents does hereby sell, assign, transfer and set over, unto the said ASSIGNEE, its successors, legal representatives and assigns, his or her entire right, title and interest in, to and under the said invention, and the said United States application and all divisions, renewals and continuations thereof, and all Patents of the United States which may be granted thereon and all reissues and extensions thereof;

And each ASSIGNOR hereby authorizes and requests the Commissioner of Patents and Trademarks of the United States, to issue the same to the said ASSIGNEE, its successors, legal representatives and assigns, in accordance with the terms of this instrument;

And each ASSIGNOR hereby covenants and agrees that he or she has the full right to convey the entire interest herein assigned, and that he or she has not executed, and will not execute, any agreement in conflict herewith;

And each ASSIGNOR hereby further covenants and agrees that he or she will communicate to the said ASSIGNEE, its successors, legal representatives and assigns, any facts known to him or her respecting said invention, and testify in any legal proceeding, sign all lawful papers, execute all divisional, continuing, and reissue applications, make all rightful oaths, and generally do everything possible to aid the said ASSIGNEE, its successors, legal representatives and assigns, to obtain and enforce proper protection for said invention;

And each ASSIGNOR hereby authorizes the Assignee's patent attorney to complete this form by the addition of the application number, application filing date, and attorney docket number, if necessary.

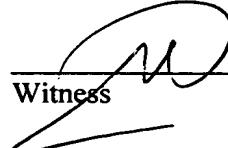
In witness whereof, each inventor has affixed his or her signature.

Date December 8, 2003



Suheir ASSADY

On 08, December, 2003, before me, DAVID PROMOF,
Witness, appeared Suheir ASSADY, to me known and known to me to be the person of that name, who signed the foregoing instrument, and acknowledged the same to be his/her free act and deed.


Witness

Date 7.12.2003, 2003

Gila Maor
Gila MAOR

On 07 December, 2003, before me, DAVID PROMOF,
Witness, appeared Gila MAOR, to me known and known to me to be the person of that
name, who signed the foregoing instrument, and acknowledged the same to be his/her free act
and deed.

Witness

Date 12/7/03, 2003

Michal Amit
Michal AMIT

On 07 December, 2003, before me, DAVID PROMOF,
Witness, appeared Michal AMIT, to me known and known to me to be the person of that
name, who signed the foregoing instrument, and acknowledged the same to be his/her free act
and deed.

Witness

Date 12. 10. 03, 2003

Joseph ITSKOVITZ-ELDOR

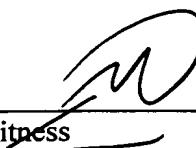
On 10 DECEMBER, 2003, before me, DAVID PROMOF,
Witness, appeared Joseph ITSKOVITZ-ELDOR to me known and known to me to be the
person of that name, who signed the foregoing instrument, and acknowledged the same to be
his/her free act and deed.

Witness

Date 7.12.2003, 2003


Karl L. SKORECKI

On 7 December, 2003, before me, DAVID PROMOR
Witness, appeared Karl L. SKORECKI, to me known and known to me to be the person of
that name, who signed the foregoing instrument, and acknowledged the same to be his/her
free act and deed.


Witness

Date 7.12.2003, 2003


Maty TZUKERMAN

On 07 December, 2003, before me, DAVID PROMOR
Witness, appeared Maty TZUKERMAN, to me known and known to me to be the person of
that name, who signed the foregoing instrument, and acknowledged the same to be his/her
free act and deed.


Witness